

office and will be available to the Commission or its staff on request.

7. IDS Life represents that the Variable Account, or future accounts, will invest only in underlying mutual funds which, in the event they should adopt any plan under Rule 12b-1 of the 1940 Act to finance distribution expenses, would have such a plan formulated and approved by a board of directors, a majority of the members of which are not interest persons of such fund within the meaning of Section 2(a)(19) of the 1940 Act.

8. Applicants submit that their request for exemptive relief for Future Contracts and Future Accounts would promote competitiveness in the variable annuity contract market by eliminating the need for redundant exemptive applications, thereby reducing Applicants' administrative expenses and maximizing the efficient use of their resources. Applicants further submit that the delay and expense involved in having repeatedly to seek exemptive relief would impair their ability effectively to take advantage of business opportunities as they arise. Further, if Applicants were required repeatedly to seek exemptive relief with respect to the same issues addressed in this application, investors would not receive any benefit or additional protection.

#### Conclusion

For the reasons summarized above, Applicants represent that the exemptions requested are necessary and appropriate in the public interest and consistent with the protection of investors and the purpose fairly intended by the policy and provisions of the 1940 Act.

For the Commission, by the Division of Investment Management, pursuant to delegated authority.

Margaret H. McFarland,  
Deputy Secretary.

[FR Doc. 96-19249 Filed 7-29-96; 8:45 am]

BILLING CODE 8010-01-M

[Investment Company Act Release No. 22087; 811-3882]

#### PaineWebber Atlas Fund; Notice of Application

July 23, 1996.

**AGENCY:** Securities and Exchange Commission ("SEC").

**ACTION:** Notice of application for deregistration under the Investment Company Act of 1940 (the "Act").

**APPLICANT:** PaineWebber Atlas Fund.

**RELEVANT ACT SECTION:** Order requested under section 8(f).

**SUMMARY OF APPLICATION:** Applicant requests an order declaring that it has ceased to be an investment company.

**FILING DATE:** The application was filed on June 12, 1996.

**HEARING OR NOTIFICATION OF HEARING:** An order granting the applicant will be issued unless the SEC orders a hearing. Interested persons may request a hearing by writing to the SEC's Secretary and serving applicant with a copy of the request, personally or by mail. Hearing requests should be received by the SEC by 5:30 p.m. on August 19, 1996, and should be accompanied by proof of service on the applicant, in the form of an affidavit or, for lawyers, a certificate of service. Hearing requests should state the nature of the writer's interest, the reason for the request, and the issues contested. Persons may request notification of a hearing by writing to the SEC's Secretary.

**ADDRESSES:** Secretary, SEC, 450 Fifth Street, NW., Washington, DC 20549. Applicant, 1285 Avenue of the Americas, New York, N.Y. 10019.

**FOR FURTHER INFORMATION CONTACT:** Christine Y. Greenless, Senior Counsel, (202) 942-0581, or Robert A. Robertson, Branch Chief, at (202) 942-0564 (Division of Investment Management, Office of Investment Company Regulation).

**SUPPLEMENTARY INFORMATION:** The following is a summary of the application. The complete application may be obtained for a fee from the SEC's Public Reference Branch.

#### Applicant's Representations

1. Applicant is an open-end management investment company organized as a Massachusetts business trust.<sup>1</sup> On June 10, 1983, applicant filed a registration statement on Form N-1A number section 8(b) of the Act and the Securities Act of 1933 to register an indefinite number of shares of beneficial interest. The registration statement became effective on October 13, 1983, and the initial public offering commenced thereafter. Applicant offers one series, PaineWebber Atlas Global Growth Fund ("Atlas Fund").

2. On April 28, 1995, applicant's trustees adopted resolutions approving an Agreement and Plan of Reorganization and Termination ("Plan") between applicant and PaineWebber Investment Trust on behalf of a series, PaineWebber Global Equity Fund ("Global Equity Fund").

<sup>1</sup> Applicant was organized initially as a Maryland corporation and was later reorganized as a Massachusetts business trust.

The Plan provided that applicant would transfer its assets to Global Equity Fund in exchange for shares of Global Equity Fund. Applicant's trustees found that the Plan was in the best interests of Atlas Fund and that the interests of Atlas Fund's shareholders would not be diluted as a result of the reorganization contemplated by the Plan.

3. A proxy statement was filed with the SEC and distributed to applicant's shareholders on or about June 21, 1995. Applicant's shareholders approved the Plan on July 21, 1995.

4. On August 25, 1995 (the "Closing Date"), applicant had total net assets of \$292,492,539, comprising 9,177,350 Class A shares at a net asset value of \$13.89 per share, 7,167,204 Class B shares at a net asset value of \$13.50 per share, 1,998,736 Class C shares at a net asset value of \$14.01 per share, and 2,959,973 Class D shares at a net asset value of \$13.59 per share.

5. Pursuant to the Plan, on the Closing Date, Global Equity Fund acquired all of the assets of applicant in exchange solely for shares of beneficial interest in Global Equity Fund and the assumption by Global Equity Fund of all of applicant's liabilities. The number of shares of Global Equity Fund issued to applicant was determined by dividing the net asset value of each share of applicant by the net asset value of a share of Global Equity Fund. On the same date, applicant liquidated and distributed *pro rata* to its shareholders the shares of Global Equity Fund received by applicant in the reorganization.

6. Expenses incurred in connection with the Plan consisted primarily of legal expenses, printing and mailing expenses, registration fees, and miscellaneous accounting and administrative expenses. These expenses totalled approximately \$400,000, and were borne by applicant and Global Equity Fund, as well as two other funds that simultaneously exchanged their assets for shares of Global Equity Fund (PaineWebber Europe Growth Fund and PaineWebber Global Growth and Income Fund), in proportion of each of their respective net assets.

7. As of the date of the application, applicant had no shareholders, assets, or liabilities, and was not a party to any litigation or administrative proceeding. Applicant is not presently engaged, nor does it propose to engage, in any business activities other than those necessary for the winding-up of its affairs.

8. On November 4, 1995, applicant filed an Officer's Certificate of Termination with the Office of the

Secretary of the Commonwealth of Massachusetts to terminate its existence.

For the Sec. by the Division of Investment Management, under delegated authority.

Margaret H. McFarland,

*Deputy Secretary.*

[FR Doc. 96-19250 Filed 7-29-96; 8:45 am]

BILLING CODE 8010-01-M

[Release No. 34-37473; File No. SR-CBOE-96-49]

**Self-Regulatory Organizations;  
Proposed Rule Change by Chicago  
Board Options Exchange, Incorporated  
Relating to Permitting Additional  
Submissions Following Respondent's  
Petition for Review**

July 23, 1996.

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934, 15 U.S.C. 78s(b)(1), notice is hereby given that on July 23, 1996, the Chicago Board Options Exchange, Incorporated ("CBOE" or "Exchange") filed with the Securities and Exchange Commission ("Commission") the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the CBOE.<sup>1</sup> The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

**I. Self-Regulatory Organization's  
Statement of the Terms of Substance of  
the Proposed Rule Change**

The Chicago Board Options Exchange, Inc. ("CBOE" or "Exchange") proposes to amend Exchange Rule 17.10 which governs the review of Business Conduct Committee ("BCC") decisions by the Exchange's Board of Directors ("Board"). The proposed amendment would formalize in Rule 17.10 the current practice whereby the Board has permitted one additional submission by both Exchange staff and Respondent following Respondent's petition for review and clarifies with which office of the Exchange the petition for review should be filed.

The text of the proposed rule change is available at the Office of the Secretary, CBOE and at the Commission.

**II. Self-Regulatory Organization's  
Statement of the Purpose of, and  
Statutory Basis for, the Proposed Rule  
Change**

In its filing with the Commission, the CBOE included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these statements may be examined at the places specified in Item IV below. The CBOE has prepared summaries, set forth in sections A, B, and C, below, of the most significant parts of such statements.

**A. Self-Regulatory Organization's  
Statement of the Purpose of, and  
Statutory Basis for, the Proposed Rule  
Change**

The purpose of the proposed change to Exchange Rule 17.10 is to formalize in the Rule the current practice whereby the Board has permitted one additional submission by both Exchange staff and Respondent following Respondent's petition for review. Presently, the Rule does not provide for any subsequent submissions following a Respondent's appeal of a BCC decision to the Board. The proposed amendment would provide that, after a Respondent appeals a BCC decision to the Board, Exchange staff may submit a written response to which the Respondent may submit a reply. The proposal also clarifies with which office of the Exchange the Respondent's petition should be filed.

By eliminating the need for the staff to request approval prior to the submission of every response, the proposal will reduce the amount of time the Board spends on administrative matters. In addition, the Exchange believes the proposal will ensure a more thorough and fair process because each party will have an opportunity to clarify its position to the Board on the specific issues of contention addressed in the petition for review. Additionally, the proposal will, as is the case under the current rules, ensure that the Respondent ordinarily will have the opportunity to make the final submission to the Board.

The proposal requires the Exchange staff's response be filed within 15 days of the date the Respondent's request for review is filed with the Secretary of the Exchange, and the Respondent's reply to be filed within 15 days of service of staff's response.

By clarifying with which office of the Exchange the petition for review should be filed and by formalizing the current appeal practice to ensure that both parties have the opportunity to make an additional submission to the Board, the

proposed rule change will make the review process more fair and efficient. Therefore, the rule change is consistent with Section 6 of the Securities Exchange Act of 1934, in general, and Section 6(b)(7) in particular in that it provides a fair procedure for the disciplining of members and persons associated with members.

**B. Self-Regulatory Organization's  
Statement on Burden on Competition**

The CBOE does not believe that the proposed rule change will impose any burden on competition.

**C. Self-Regulatory Organization's  
Statement on Comments on the  
Proposed Rule Change Received From  
Members, Participants, or Others**

No written comments were solicited or received with respect to the proposed rule change.

**III. Date of Effectiveness of the  
Proposed Rule Change and Timing for  
Commission Action**

Within 35 days of the date of publication of this notice in the Federal Register or within such longer period (i) as the Commission may designate up to 90 days of such date if it finds such longer period to be appropriate and publishes its reasons for so finding or (ii) as to which the self-regulatory organization consents, the Committee will:

(A) By order approve such proposed rule change, or

(B) Institute proceedings to determine whether the proposed rule change should be disapproved.

**IV. Solicitation of Comments**

Interested persons are invited to submit written data, views, and arguments concerning the foregoing. Persons making written submissions should file six copies thereof with the Secretary, Securities and Exchange Commission, 450 Fifth Street NW, Washington, D.C. 20549. Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission, and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission's Public Reference Room. Copies of such filing will also be available for inspection and copying at the principal office of the CBOE. All submissions should refer to File No.

<sup>1</sup> The proposal was originally filed with the Commission on July 11, 1996. The CBOE subsequently submitted Amendment No. 1 to the filing. This document provides notice of the filing as amended. Letter from Michael L. Meyer, Schiff, Hardin & Waite, to Katherine England, Assistant Director, Division of Market Regulation, SEC, dated July 19, 1996.